

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AUTHORS GUILD, et al.,

Plaintiffs,

v.

OPENAI INC., et al.,

Defendants.

No. 23-cv-08292-SHS

No. 23-cv-10211-SHS

No. 24-cv-00084-SHS

JONATHAN ALTER, et al.,

Plaintiffs,

v.

OPENAI INC., et al.,

Defendants.

NICHOLAS A. BASBANES, et. al.,

Plaintiffs,

v.

MICROSOFT CORPORATION, et al.,

Defendants.

**DECLARATION OF ELANA NIGHTINGALE DAWSON IN SUPPORT OF OPENAI
DEFENDANTS' LETTER REQUESTING A PRE-MOTION CONFERENCE**

I, Elana Nightingale Dawson, declare as follows:

1. I am a partner at Latham & Watkins LLP, and counsel for Defendants OpenAI, Inc., OpenAI LP, OpenAI, LLC, OpenAI GP, LLC, OpenAI OpCo LLC, OpenAI Global LLC, OAI Corporation, LLC, OpenAI Holdings, LLC, OpenAI Startup Fund I LP, OpenAI Startup Fund GP I LLC, and OpenAI Startup Fund Management LLC (hereafter "OpenAI") in this matter. I have personal knowledge of the facts set forth in this declaration. If called as a witness, I could

and would competently testify as to these facts under oath.

2. I submit this Declaration in Support of OpenAI's Letter Requesting a Pre-Motion Conference.

3. On October 22, 2024, the parties conferred in good faith by telephone conference regarding the disputes addressed in the concurrently filed letter, as well as by written correspondence before and after that conference. The parties' conferral efforts were unsuccessful.

4. On November 11, 2023, OpenAI served its First Set of Requests for Production on David Baldacci, Mary Bly, Michael Connelly, Sylvia Day, Jonathan Franzen, John Grisham, Elin Hilderbrand, Christina Baker Kline, Maya Shanbhag Lang, Victor LaValle, George R.R. Martin, Jodi Picoult, Douglas Preston, Roxana Robinson, George Saunders, Scott Turow, Rachel Vail (collectively "Fiction Plaintiffs") and Authors Guild. The Fiction Plaintiffs and Authors Guild responded to OpenAI's First Set of Requests for Production on December 22, 2024.

5. On January 29, 2024, OpenAI served its First Set of Requests for Production on Daniel Okrent, Eugene Linden, Hampton Sides, James Shapiro, Jia Tolentino, Johnathan Alter, Julian Sancton, Kai Bird, Rich Cohen, Simon Winchester, Stacy Schiff, Taylor Branch (collectively "Nonfiction Plaintiffs," and together with Fiction Plaintiffs and Authors Guild, "Plaintiffs"). The Nonfiction Plaintiffs responded to their First Set of Requests for Production on February 8, 2024.

6. On May 14, 2024, OpenAI served its Second Set of Interrogatories on all Plaintiffs. Plaintiffs responded to the Second Set of Interrogatories on June 13, 2024.

7. On March 22, 2024, OpenAI served its Second Set of Requests for Production on all Plaintiffs. Plaintiffs responded to the Second Set of Requests for Production on April 22, 2024.

8. Though Plaintiffs served separate responses and objections to the First and Second

Requests of Production and Second Set of Interrogatories, Plaintiffs' responses and objections were substantively the same, if not identical.

9. To date, Plaintiffs have collectively produced less than 12,000 documents.

10. The following is a breakdown of the number of documents each plaintiff in this case has produced to date, based on a review of available records and data:

Authors Guild	1,249	Christina Baker Kline	102
Roxana Robinson	83	Scott Turow	1,140
Victor LaValle	50	Mary Bly	625
Jonathan Franzen	309	Eugene Linden	74
David Baldacci	315	Simon Winchester	316
John Grisham	837	Kai Bird	227
Rachel Vail	294	Hampton Sides	133
Maya Shanbhag Lang	1	Jonathan Alter	1,641
Elin Hilderbrand	598	Jia Tolentino	188
Sylvia Day	736	Taylor Branch	36
George R.R. Martin	79	James Shapiro	91
Michael Connelly	303	Rich Cohen	291
Douglas Preston	799	Daniel Okrent	202
Jodi Picoult	251	Julian Sancton	413
George Saunders	94	Stacy Schiff	105

11. It is not immediately obvious that any of the documents Plaintiffs have produced to date are responsive to RFP No. 11 or would be responsive to the identification request in Interrogatory No. 5 (to Authors Guild) or Interrogatory No. 6 (to the Fiction Plaintiffs and Nonfiction Plaintiffs).

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 23rd day of October, 2024 in Silver Spring, Maryland.

By: 
Elana Nightingale Dawson